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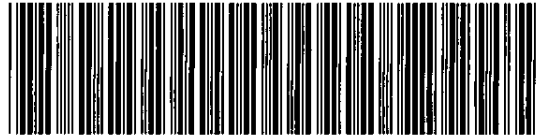
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C.S. 21-08

Triad Owners Association, Inc.
4592 Ulmerton Road, Suite 100
Clearwater, FL 33762-4107
Phone: 727-539-0777 Fax: 727-346-1253

January 30, 2008

Registration Section
Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Triad Owners Association, Inc.

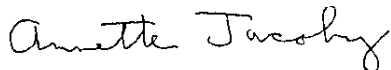
To Whom It May Concern:

Enclosed are two (2) counterpart originals of the Articles of Incorporation for Triad Owners Association, Inc., a Florida corporation not for profit, and our check in the amount of \$70.00 in payment of the filing fee and designation of registered agent.

Please return one (1) dated-stamped counterpart original to me in the enclosed DHL Express envelope.

If you have questions, please feel free to telephone me or to contact me by e-mail at a.jacoby@haydonrubin.com. Thank you.

Sincerely,



Annette Jacoby
Executive Assistant to
Rogers K. Haydon, Jr. and Leslie A. Rubin

**ARTICLES OF INCORPORATION
OF
TRIAD OWNERS ASSOCIATION, INC.
a Florida Corporation Not For Profit**

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TALLAHASSEE, FLORIDA

The undersigned incorporator, a resident of the State of Florida and of full age, hereby makes, subscribes, acknowledges and files with the Department of the State of Florida these Articles of Incorporation for the purpose of forming a corporation not for profit under the laws of the State of Florida.

Capitalized terms not defined herein shall have their definitions as set forth in that certain Declaration of Covenants, Conditions, Easements and Restrictions for Triad Commons, recorded in O.R. Book 15809, Pages 1926-1945, Public Records of Pinellas County, Florida (herein called the "**Declaration**").

ARTICLE I.

NAME

The name of this corporation is Triad Owners Association, Inc., a Florida corporation not for profit (hereinafter called the "**Association**" in these Articles).

ARTICLE II.

OFFICE AND REGISTERED AGENT

This Association's initial registered principal office is located at 4592 Ulmerton Road, Suite 100, Clearwater, Pinellas County, Florida 33762, and its registered agent is Rogers K. Haydon, Jr., who maintains a business office at 4592 Ulmerton Road, Suite 100, Clearwater, Pinellas County, Florida 33762. Both this Association's registered principal office and registered agent may be changed from time to time by the Board of Directors as provided by law.

ARTICLE III.

PURPOSE

This Association does not contemplate pecuniary gain or profit to its members and the specific purposes for which it is formed are to provide for the operation, maintenance,

preservation and architectural control of all common areas and other Owner Parcels within the Land.

ARTICLE IV.

POWERS

Without limitation this Association is empowered to:

a.) **Declaration.** Exercise all rights, powers, privileges and perform all duties of this Association set forth in the Declaration as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth in full;

b.) **Property.** Except to the extent a vote or other consent of the Members (hereinafter defined) is required for the sale or other disposition of substantially all of the property and assets of the Association as set forth in Chapter 617, Florida Statutes, the Association shall have the power, in any lawful manner, to acquire, own, hold, improve, manage, operate, maintain, repair, replace, operate, convey, sell, lease, transfer, assign, and otherwise dispose of property of any nature whatsoever, real, personal, or mixed, tangible or intangible, in connection with this Association's affairs, specifically including the Surface Water Management System, including all inlets, ditches, swales, culverts, water control structures, retention, and detention areas, ponds, lakes, floodplain compensation areas, wetlands and any associated buffer areas, and wetland mitigation areas.

c.) **Assessments.** Fix, levy, collect, and enforce by any lawful means, all Assessments, and liens for Assessments, established by, or pursuant to, the Declaration; and to use and expend the proceeds of Assessments in the exercise of its powers and duties hereunder.

d.) **Costs.** Pay all costs, expenses, and obligations lawfully incurred in connection with this Association's affairs and obligations as set forth in the Declaration, including, without limitation, all licenses, taxes, or other governmental charges levied or imposed against the Association's property; and contracts for services, such as to provide for operation and maintenance of the Surface Water Management System and Common Area.

e.) **Borrowing.** Borrow money and, with the approval of two-thirds (2/3) of each class of Members, mortgage, pledge, deed in trust, hypothecate, assign, grant security interests in, or otherwise transfer any or all of its property as security for money borrowed, debts incurred, or any of its other obligations.

f.) **Dedications.** With the approval of two-thirds (2/3) of the Members, dedicate, sell or transfer all or any part of its property to any public agency, authority, or utility for such purposes, and subject to such conditions, as two-thirds (2/3) of the Members determine.

g.) **Mergers.** With the approval of two-thirds (2/3) of the Members, participate in mergers and consolidations with other non-profit corporations organized for similar purposes.

h.) **Rules.** From time to time adopt, alter, amend, rescind, and enforce reasonable rules and regulations governing the use of the Owner Parcels, Common Area, Ingress/Egress Easement, Driveway, Entranceway, Landscape Easement, Sign Easement, Sign, Drainage Easement and the Surface Water Management System consistent with the rights and duties established by the Declaration and these Articles.

i.) **General.** Have and exercise all common law rights, powers, and privileges and those that a corporation not for profit may now or hereafter have or exercise under the laws of the State of Florida, together with all other rights, powers, and privileges reasonable to be implied from the existence of any right, power or privilege so granted, or granted by the Declaration or these Articles, or reasonably necessary to effectuate the exercise of any right, power, or privilege so granted.

j.) **Enforcement.** To enforce by legal means the obligations of the Members of this Association; the provisions of the Declaration, and the provisions of a dedication or conveyance of property to the Association with respect to the use and maintenance thereof; to sue and be sued.

ARTICLE V.

MEMBERSHIP

Every person who from time to time holds the record fee simple title to, or any undivided fee simple interest in, any Owner Parcel that is subject to the provisions of the Declaration is a member of this Association (herein called a "**Member**"), including contract sellers, but excluding all other persons who hold any interest in any Owner Parcel merely as security for the performance of an obligation. An Owner of more than one Owner Parcel is entitled to one membership for each Owner Parcel owned. Membership is appurtenant to, and may not be separated from, ownership of at least one Owner Parcel that is subject to the provisions of the Declaration, and membership may not be transferred other than by transfer of title to such Owner Parcel. Each membership is transferred automatically by conveyance of title of an Owner Parcel.

ARTICLE VI.
VOTING RIGHTS

The Association shall have two (2) classes of voting membership:

Class A. Class A Members shall be all Owners, with the exception of the Declarant, and shall be entitled to one vote for each Owner Parcel owned. When more than one person holds an interest in any Owner Parcel, all such persons shall be Members. The vote for such Owner Parcel shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Owner Parcel.

Class B. The Class B Member shall be the Declarant, and shall be entitled to four (4) votes for each Owner Parcel owned. The Class B membership shall cease and be converted to Class A membership on the happening of the following events, whichever occurs earlier;

- a.) when the total votes outstanding in the Class A membership exceeds the total votes outstanding in Class B membership; or
- b.) on the anniversary date ten (10) years from the date when the first Owner Parcel is conveyed to an individual purchaser; or
- c.) on a date when Declarant shall record a notice terminating its Class B membership status.

ARTICLE VII.
BOARD OF DIRECTORS

This Association's affairs are managed by a Board of Directors initially composed of three (3) Directors. The number of Directors from time to time may be changed by amendment to this Association's By-Laws, but at all times it must be an odd number of three or more but not to exceed five (5). The term of office for all Directors is one (1) year, except the initial Directors named below shall serve until the Association's first annual meeting. Before any such annual meeting, all vacancies occurring on the Board of Directors, if any, will be filled by majority vote of the remaining Directors, even if less than a quorum. Any Director may succeed himself or herself in office. All Directors will be elected by ballot. Each Member may cast as many votes for each vacancy as such Member has; and the person receiving the largest number of votes cast for each vacancy is elected. Cumulative voting is not permitted. Directors need not be Association Members.

Section 1. The names and addresses of the persons who will serve as Directors until their successors have been duly elected and qualify, unless they sooner die, resign, or are removed, are:

Name: Ann Guiberson
Address: Pinellas Suncoast Association of Realtors, Inc.
4590 Ulmerton Road
Clearwater, Florida 33762

Name: Rogers K. Haydon, Jr.
Address: Triad South, LLP
4592 Ulmerton Road, Suite 100
Clearwater, Florida 33762

Name: Leslie A. Rubin
Address: Haydon-Rubin Development, Inc.
4592 Ulmerton Road, Suite 100
Clearwater, Florida 33762

INCORPORATOR

The name and residence of the incorporator is:

Name: Rogers K. Haydon, Jr.
Address: 4592 Ulmerton Road, Suite 100
Clearwater, Florida 33762

ARTICLE VIII.

DISSOLUTION

This Association may be dissolved in the manner from time to time provided by the laws of the State of Florida and with the assent given in writing and signed by not less than a unanimous vote of the Members. Upon dissolution of this Association in any manner other than incident to a merger or consolidation, all of this Association's assets including the control or right of access to the Land containing the Surface Water Management System, must be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. If dedication is refused, such assets must be granted, conveyed, and assigned to any nonprofit corporation, association, trust, or other organization to be devoted to such similar purposes. In no event, however may any assets inure to the benefit of any Member or other private individual.

ARTICLE IX.

DURATION

This Association exists perpetually.

ARTICLE X.

BY-LAWS

This Association's By-Laws initially will be adopted by the Board of Directors. Thereafter, the By-Laws may be altered, amended, or rescinded with the approval of a majority of each class of members, except as to those provisions for Amendment to the By-Laws which are provided in the Declaration or any amended or supplemental Declaration in which case those provisions shall control Amendments.

ARTICLE XI.

AMENDMENTS

Amendments to these Articles may be proposed and adopted in the manner from time to time provided by the laws of the State of Florida, provided that each such amendment must have the approval in writing of two-thirds (2/3) of the entire membership, except as to those provisions for Amendment which are provided in the Declaration or any amended or supplemental Declaration in which case those provisions shall control such Amendments.

ARTICLE XII.

INTERPRETATION

Express reference is made to the Declaration where necessary to interpret, construe, and clarify the provisions of the Articles. Without limitation, all terms defined in the Declaration have the same meaning where used in these Articles. By subscribing and filing these Articles, the incorporators intend its provisions to be consistent with the provisions of the Declaration and to be interpreted, construed, and applied with those of the Declaration to avoid inconsistencies or conflicting results.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, I, the undersigned, constituting the incorporator of this Association, have executed these Articles of Incorporation this 30th day of January, 2008.



Rogers K. Haydon, Jr.

CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA AND NAMING THE
REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED.

Triad Owners Association, Inc., desiring to organize under the laws of the State of Florida, as a corporation not for profit with its principal office, as indicated in its Articles of Incorporation, at 4592 Ulmerton Road, Suite 100, Clearwater, County of Pinellas, State of Florida, has named Rogers K. Haydon, Jr., whose business offices is 4592 Ulmerton Road, Suite 100, Clearwater, Florida 33762, as its registered agent to accept service of process within Florida.

ACCEPTANCE

Having been named to accept service of process for the foregoing corporation at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes, including the duties and obligations imposed by Section 617.0503, relative to the proper and complete performance of my duties.



Rogers K. Haydon

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